

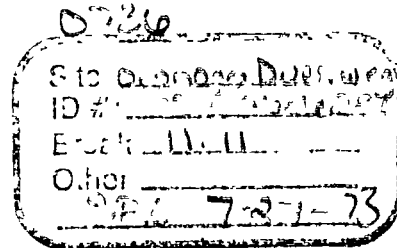
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ARTICLES OF INCORPORATION

OF

SEAGULL PIPELINE CORPORATION



FILED
In the Office of the
Secretary of State of Texas

We, the undersigned natural persons of the age of
twenty-one years or more, at least two of whom are citizens
of the State of Texas, acting as incorporators of a corporation
under the Texas Business Corporation Act, do hereby adopt
the following Articles of Incorporation for such corporation.

AUG 3 1973
Bill Kimbrough
Deputy Director, Corporation Division

ARTICLE ONE

The name of the corporation is SEAGULL PIPELINE CORPORATION.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the corporation is organized are:

To engage in, carry on, conduct and operate the oil pipe line business, the business of transporting natural gas, oil, petroleum products and related products and the business of purchasing, selling and dealing in petroleum, petroleum products, natural gas, oil and related products; provided however, that the corporation shall not engage in the petroleum oil producing business in the State of Texas;

To enter into, make and perform contracts in connection with the foregoing with any person, firm, association, corporation, municipality, country, state, political subdivision or government or colony or dependency thereof; and, in connection with the foregoing, to lease, purchase, sell or subdivide real property both within and outside of incorporated towns, cities, villages and their suburbs;

To enter into any associations, partnerships, partnerships in commendam, limited partnerships, joint ventures and other lawful arrangements for sharing profits, union of interest, reciprocal concessions or co-operation whether domestic or foreign, with any corporation, partnership, association, firm, syndicate,

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entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business which the corporation is authorized to carry on or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the corporation;

To deal in and transact business with respect to real and personal property and services subject to the Texas Business Corporation Act and to Part Four of the Texas Miscellaneous Corporation Laws Act; and

In general, to carry out any other business permitted by Texas law, to have and exercise all the powers conferred by the laws of Texas upon corporations formed under the Texas Business Corporation Act, to engage in the transaction of any or all lawful business for which a corporation may be incorporated under the Texas Business Corporation Act, and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), par value Ten Cents (\$.10) per share.

No shareholder shall have a pre-emptive right to acquire any share or securities of any class, whether now or hereafter authorized, which may at any time be issued, sold or offered for sale by the corporation.

ARTICLE FIVE

The corporation will not commence business until there is received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000), consisting of money, labor done or property actually received.

ARTICLE SIX

The post office address of its initial registered office is 242 The Main Building, Houston, Texas, 77002, and the name

of its initial registered agent at such address is F. Fox Benton, Jr.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

J. C. Walter, Jr.	242 The Main Building Houston, Texas 77002
F. Fox Benton, Jr.	242 The Main Building Houston, Texas 77002
Evangeline G. Williams	242 The Main Building Houston, Texas 77002

Cumulative voting for the election of directors is expressly prohibited.

ARTICLE EIGHT

The names and addresses of the incorporators are:

Robert S. Baird	2100 First City National Bank Building Houston, Texas 77002
William D. Greenhill	2100 First City National Bank Building Houston, Texas 77002
S. Tevis Grinstead	2100 First City National Bank Building Houston, Texas 77002

ARTICLE NINE

Except as may be provided in the Bylaws, the Board of Directors of this corporation is expressly authorized to alter, amend or repeal the Bylaws of this corporation or adopt new Bylaws, without any action on the part of the shareholders; but the Bylaws made

by the directors and the powers so conferred may be altered or repealed by the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands this 27th day of July, 1973.

Robert S. Baird
Robert S. Baird

William D. Greenhill
William D. Greenhill

S. Tevis Grinstead
S. Tevis Grinstead

THE STATE OF TEXAS §

COUNTY OF HARRIS §

I, Sharon Hudsonwood, a Notary Public, do hereby certify that on this the 27 day of July, 1973, personally appeared before me Robert S. Baird, William D. Greenhill and S. Tevis Grinstead, who, being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

Sharon Hudsonwood
Notary Public in and for
Harris County, T e x a s